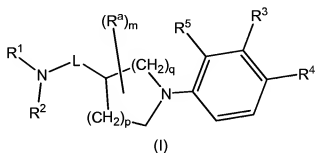


Amendments to the Claims:

This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

1. (currently amended) ~~A composition comprising a~~ compound of formula (I):



wherein

L is a direct bond, or an optionally C₁₋₄alkyl substituted radical selected from the group consisting of C₁₋₄alkylene or C₃₋₄alkenylene wherein NR¹R² is attached to an sp³ hybridized carbon, C₃₋₄alkynylene wherein NR¹R² is attached to an sp³ hybridized carbon, C₂₋₄alkylidene wherein NR¹R² is attached to an sp³ hybridized carbon, aryloxy wherein NR¹R² is not attached to the oxygen, arylthio wherein NR¹R² is not attached to the sulfur, C₂₋₄alkoxy wherein NR¹R² is not attached to the oxygen or a carbon attached to the oxygen, C₂₋₄alkylthio wherein NR¹R² is not attached to the sulfur or a carbon attached to the sulfur, and -C₂₋₃alkyl-X-C₁₋₂alkyl- wherein X is O, S or NH and wherein NR¹R² is not attached to a carbon attached to X;

p is 0, 1 or 2;

q is 1 or 2; provided that 2 ≤ p+q ≤ 4;

R¹ and R² taken together with the nitrogen to which they are attached form piperidinyl or pyrrolidinyl;

wherein R¹ and R² are optionally and independently substituted with 1-3 substituents selected from the group consisting of *tert*-butyloxycarbonyl, hydroxy, halo, nitro, amino, cyano, carboxamide, C₁₋₆ alkyl, C₁₋₆ acyl, 5-9-membered heterocyclyl,

-N(C₁₋₆ alkyl)(5-9 membered heterocyclyl), -NH(5-9 membered heterocyclyl), -O(5-9 membered heterocyclyl), (5-9 membered heterocyclyl)C₁₋₃ alkylene, C₁₋₂-hydroxyalkylene, C₁₋₆ alkoxy, (C₃₋₆ cycloalkyl)-O-, phenyl, (phenyl)C₁₋₃ alkylene, and (phenyl)C₁₋₃ alkylene-O-; and wherein each of the preceding substituents of R¹ and R² may optionally have between 1 and 3 substituents independently selected from the group consisting of trifluoromethyl, halo, nitro, cyano, hydroxy, and C₁₋₃ alkyl; one of R³, R⁴ and R⁵ is G and the other two independently are hydrogen, fluoro, chloro, bromo, nitro, trifluoromethyl, methyl, or C₁₋₃ alkoxy ;

G is L²Q;

L² is unbranched -(CH₂)_n- wherein n is an integer from 1 to 7;

Q is a N-linked heterocyclyl which is piperidinyl or pyrrolidinyl;

wherein Q is optionally substituted with 1-3 substituents selected (in addition to the preceding paragraph) from the group consisting of *tert*-butoxycarbonyl, hydroxy, halo, nitro, amino, cyano, carboxamide, C₁₋₆ alkyl, C₁₋₆ acyl, 5-9-membered heterocyclyl, -N(C₁₋₆ alkyl)(5-9 membered heterocyclyl), -NH(5-9 membered heterocyclyl), -O(5-9 membered heterocyclyl), (5-9 membered heterocyclyl)C₁₋₃ alkylene, C₁₋₂-hydroxyalkylene, C₁₋₆ alkoxy, (C₃₋₆ cycloalkyl)-O-, phenyl, (phenyl)C₁₋₃ alkylene, and (phenyl)C₁₋₃ alkylene-O-; and where said substituent groups of Q may optionally have between 1 and 3 substituents independently selected from trifluoromethyl, halo, nitro, cyano, hydroxy, and C₁₋₃ alkyl;

R^a are independently C₁₋₃ alkyl, trifluoromethyl;

m is 0, 1, 2 or 3; and

wherein each of the above alkyl, alkylene, alkenyl, heterocyclyl, cycloalkyl, carbocyclyl, and aryl groups may each be independently and optionally substituted with between 1 and 3 substituents independently selected from methoxy, halo, amino, nitro, hydroxy, and C₁₋₃ alkyl;

or a pharmaceutically acceptable acid addition, alkali metal or alkaline earth metal salt, ester, tautomer, solvate or amide thereof.

2. (canceled)
3. (canceled)
4. (canceled)
5. (canceled)
6. (canceled)
7. (previously amended) A compound of claim 1, wherein NR^1R^2 taken together is optionally substituted with between 1 and 3 substituents selected from hydroxy, halo, carboxamide, C_{1-6} alkyl, C_{1-6} acyl, 5-9 membered heterocyclyl, $-N(C_{1-6} \text{ alkyl})(5-9 \text{ membered heterocyclyl})$, $-NH(5-9 \text{ membered heterocyclyl})$, $-O(5-9 \text{ membered heterocyclyl})$, $(5-9 \text{ membered heterocyclyl})C_{1-3} \text{ alkylene}$, C_{1-2} -hydroxyalkylene, C_{1-6} alkoxy, $(C_{3-6} \text{ cycloalkyl})-O-$, phenyl, $(phenyl)C_{1-3} \text{ alkylene}$, and $(phenyl)C_{1-3} \text{ alkylene-O-}$ where each of above heterocyclyl, phenyl, and alkyl groups may be optionally substituted with from 1 to 3 substituents independently selected from trifluoromethyl, halo, nitro, cyano, hydroxy, and C_{1-3} alkyl.
8. (previously amended) A compound of claim 1, wherein NR^1R^2 taken together is substituted with a substituent selected from the group consisting of pyridyl, pyrimidyl, furyl, thiofuryl, imidazolyl, $(imidazolyl)C_{1-6} \text{ alkylene}$, oxazolyl, thiazolyl, 2,3-dihydro-indolyl, benzimidazolyl, 2-oxobenzimidazolyl, $(tetrazolyl)C_{1-6} \text{ alkylene}$, tetrazolyl, $(triazolyl)C_{1-6} \text{ alkylene}$, triazolyl, $(pyrrolyl)C_{1-6} \text{ alkylene}$, pyrrolidinyl, and pyrrolyl.
9. (canceled)

10. (canceled)
11. (canceled)
12. (canceled)
13. (canceled)
14. (original) A compound of claim 1, wherein one of R^3 and R^4 is G.
15. (previously amended) A compound of claim 1, wherein R^4 is G.
16. (original) A compound of claim 14, wherein R^3 is G.
17. (original) A compound of claim 1, wherein q is 2 and p is 1.
18. (original) A compound of claim 1, wherein q is 1 and p is 1.
19. (original) A compound of claim 1, wherein q is 2 and p is 2.
20. (original) A compound of claim 1, wherein L is $-CH_2-$.
21. (original) A compound of claim 1, wherein L is a direct bond.
22. (original) A compound of claim 1, wherein L is $-CH_2CH_2-$.
23. (original) A compound of claim 1, wherein L^2 is $-CH_2-$.
24. (canceled)
25. (canceled)

26. canceled)
27. (canceled)
28. (canceled)
29. (previously amended) A compound of claim 1, wherein Q is optionally substituted with between 1 and 3 substituents selected from hydroxy, halo, carboxamide, C₁₋₆ alkyl, C₁₋₆ acyl, 5-9 membered or 6-9 membered heterocyclyl, -N(C₁₋₆ alkyl)(5-9 membered or 6-9 membered heterocyclyl), -NH(5-9 membered or 6-9 membered heterocyclyl), -O(5-9 or 6-9 membered heterocyclyl), (5-9 membered or 6-9 membered heterocyclyl)C₁₋₃ alkylene, C₁₋₂-hydroxyalkylene, C₁₋₆ alkoxy, (C₃₋₆ cycloalkyl)-O-, phenyl, (phenyl)C₁₋₃ alkylene, and (phenyl)C₁₋₃ alkylene-O- where each of above heterocyclyl, phenyl, and alkyl groups may be optionally substituted with from 1 to 3 substituents independently selected from trifluoromethyl, halo, nitro, cyano, hydroxy, and C₁₋₃ alkyl.
30. (original) A compound of claim 29, wherein Q is substituted with a substituent comprising a 5-9 membered heterocyclyl group selected from: pyridyl, pyrimidyl, furyl, thiofuryl, imidazolyl, (imidazolyl)C₁₋₆ alkylene, oxazolyl, thiazolyl, 2,3-dihydro-indolyl, benzimidazolyl, 2-oxobenzimidazolyl, (tetrazolyl)C₁₋₆ alkylene, tetrazolyl, (triazolyl)C₁₋₆ alkylene, triazolyl, (pyrrolyl)C₁₋₆ alkylene, pyrrolidinyl, and pyrrolyl.
31. (canceled)
32. (canceled)
33. (canceled)
34. (canceled)

35. (canceled)

36. (canceled)

37. (canceled)

38. (canceled)

39. (canceled)

40. (canceled)

41. (canceled)

42. (currently amended) A compound of claim 1, wherein:
R¹ and R² taken together with the nitrogen to which they are attached,
form piperidinyl or pyrrolidinyl;
one of R³, R⁴, and R⁵ is G and the two remaining are H;
G is L²Q;
L² is methylene;
Q is a N-linked heterocyclyl which is piperidinyl or pyrrolidinyl;
wherein each of the above alkyl, alkylene, alkenyl, alkenylene,
heterocyclyl, and carbocyclyl groups may each be independently
and optionally substituted with between 1 and 3 substituents
selected from methoxy, halo, amino, nitro, hydroxyl, and C₁₋₃
alkyl;
wherein substituents of Q can be further selected from *tert*-
butyloxycarbonyl, hydroxy, halo, nitro, amino, cyano,
carboxamide, 5-9-membered heterocyclyl, -NH(6-membered
heterocyclyl), -O(6-membered heterocyclyl), C₂-hydroxyalkylene,
phenyl, benzyl and, where each of above heterocyclyl, phenyl,
and alkyl substituent groups of Q may be optionally substituted
with trifluoromethyl;

or a pharmaceutically acceptable acid addition, alkali metal or alkaline earth metal salt, ester, tautomer, solvate or amide thereof.

43. (canceled)
44. (previously amended) A compound of claim 1, wherein n is 1, p is 1 and q is 2.
45. (previously amended) A compound of claim 1, wherein n is 1, p is 2 and q is 2.
46. (previously amended) A compound of claim 1, wherein Q is piperidinyl or substituted piperidinyl.
47. (canceled)
48. (original) A compound of claim 1 wherein R^a is hydrogen.
49. (previously amended) A compound of claim 1 selected from the group consisting of
 - 1-{1-(4-Pyrrolidin-1-ylmethyl-phenyl)-piperidin-4-ylmethyl}-piperidin-4-ol;
 - 1-{1-(4-Pyrrolidin-1-ylmethyl-phenyl)-piperidin-4-ylmethyl}-piperidine;
 - 4-Pyrrolidin-1-ylmethyl-1-(3-pyrrolidin-1-ylmethyl-phenyl)-piperidine;
 - 1-{3-(4-Pyrrolidin-1-ylmethyl-piperidin-1-yl)-benzyl}-piperidine;
 - 1-{4-(4-Pyrrolidin-1-ylmethyl-piperidin-1-yl)-benzyl}-piperidin-4-ol;
 - 1-{4-(4-Pyrrolidin-1-ylmethyl-piperidin-1-yl)-benzyl}-piperidine;
 - 1'-4-(4-Piperidin-1-ylmethyl-phenyl)-(1,4')bipiperidinyl;
 - 1-{1-(4-Piperidin-1-ylmethyl-phenyl)-piperidin-4-ylmethyl}-piperidine;
 - 4-Pyrrolidin-1-ylmethyl-1-(4-pyrrolidin-1-ylmethyl-phenyl)-piperidine;
 - 1-[4-(4-Pyrrolidin-1-ylmethyl-piperidin-1-yl)-3-trifluoromethyl-benzyl]-piperidine;
 - 1-(2-Nitro-4-pyrrolidin-1-ylmethyl-phenyl)-4-pyrrolidin-1-ylmethyl-piperidine;

1-[3-Nitro-4-(4-pyrrolidin-1-ylmethyl-piperidin-1-yl)-benzyl]-piperidin-4-ol;
 1-[4-(4-Pyrrolidin-1-ylmethyl-piperidin-1-yl)-2-trifluoromethyl-benzyl]-
 piperidine;
 1-(2-Methyl-4-pyrrolidin-1-ylmethyl-phenyl)-4-pyrrolidin-1-ylmethyl-
 pyrrolidine;
 1-[3-Methyl-4-(4-pyrrolidin-1-ylmethyl-piperidin-1-yl)-benzyl]-pyrrolidine;
 1-{1-[4-(4-Pyrrolidin-1-yl-piperidin-1-ylmethyl)-2-trifluoromethyl-phenyl]-
 piperidin-4-ylmethyl}-pyrrolidine;
 1-(1-{3-Trifluoromethyl-4-[4-(4-trifluoromethyl-phenyl)-piperidin-1-
 ylmethyl]-phenyl}-piperidin-4-ylmethyl)-pyrrolidine;
 1-{1-[2-Fluoro-4-(4-phenyl-piperidin-1-ylmethyl)-phenyl]-piperidin-4-
 ylmethyl}-pyrrolidine;
 1-[3-Fluoro-4-(4-pyrrolidin-1-ylmethyl-piperidin-1-yl)-benzyl]-piperidine;
 and
 {1-[4-(4-Pyrrolidin-1-ylmethyl-piperidin-1-yl)-3-trifluoromethyl-benzyl]-
 piperidin-4-yl}-methanol.

50. (canceled)
51. (canceled)
52. (canceled)
53. (canceled)
54. (original) A pharmaceutical composition, comprising a compound of claim 1 and a pharmaceutically-acceptable excipient.
55. (canceled)
56. (canceled)
57. (canceled)

- 58. (canceled)
- 59. (canceled)
- 60. (canceled)
- 61. (canceled)
- 62. (canceled)
- 63. (canceled) A method for treating one or more disorders or conditions selected from the group consisting of sleep/wake disorders, narcolepsy, and arousal/vigilance disorders, comprising administering to a subject a therapeutically effective amount of a compound of claim 1.
- 64. (canceled) A method for treating attention deficit hyperactivity disorders (ADHD), comprising administering to a subject a therapeutically effective amount of a compound of claim 1.
- 65. (canceled)
- 66. (canceled) A method for treating or preventing upper airway allergic response, nasal congestion, or allergic rhinitis, comprising administering to a subject a therapeutically effective amount of a compound of claim 1.
- 67. (canceled)
- 68. (canceled)